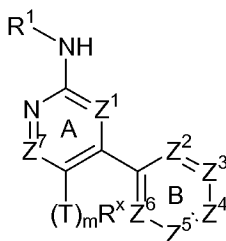


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AMENDMENTS TO THE CLAIMS

Please replace all prior versions and listings of claims with the amended claims as follows:

1. (Previously presented) A compound of formula I:



I

or a pharmaceutically acceptable salt thereof,

wherein:

R¹ is a phenyl, cyclohexyl, cyclopentyl, pyridyl, morpholino, piperazinyl, or piperidinyl group, wherein R¹ is optionally substituted with q independent occurrences of Z-R^Z; wherein q is 0-5, Z is a bond or is a C₁-C₆ alkylidene chain wherein up to two non-adjacent methylene units of Z are optionally and independently replaced by CO, CO₂, COCO, CONR, OCONR, NRNR, NRNRCO, NRCO, NRCO₂, NRCONR, SO, SO₂, NRSO₂, SO₂NR, NRSO₂NR, O, S, or NR; and each occurrence of R^Z is independently selected from R', halogen, NO₂, CN, OR', SR', N(R')₂, NR'COR', NR'CON(R')₂, NR'CO₂R', COR', CO₂R', OCOR', CON(R')₂, OCON(R')₂, SOR', SO₂R', SO₂N(R')₂, NR'SO₂R', NR'SO₂N(R')₂, COCOR', or COCH₂COR';

each occurrence of R is independently hydrogen or an optionally substituted C₁₋₆ aliphatic group; and each occurrence of R' is independently hydrogen or an optionally substituted C₁₋₆ aliphatic group, a 3-8-membered saturated, partially unsaturated, or fully unsaturated monocyclic ring having 0-3 heteroatoms independently selected from nitrogen, oxygen, or sulfur, or an 8-12 membered saturated, partially unsaturated, or fully unsaturated bicyclic ring system having 0-5 heteroatoms independently selected from nitrogen, oxygen, or sulfur; or R and R', two occurrences of R, or two occurrences of R', are taken together with the atom(s) to which they are bound to form an optionally substituted 3-12

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membered saturated, partially unsaturated, or fully unsaturated monocyclic or bicyclic ring having 0-4 heteroatoms independently selected from nitrogen, oxygen, or sulfur;

Z^1 is N;

Z^7 is $C(U)_nR^Y$;

T and U are each independently a bond or a saturated or unsaturated C_{1-6} alkylidene chain, wherein up to two methylene units of the chain are optionally and independently replaced by CO, CO_2 , COCO, CONR, OCONR, NRNR, NRNRCO, NRCO, $NRCO_2$, NRCONR, SO, SO_2 , $NRSO_2$, SO_2NR , $NRSO_2NR$, O, S, or NR;

m and n are each independently 0 or 1;

R^X and R^Y are each independently selected from R or Ar^1 ;

Z^2 is N or CR^2 ; Z^3 is N or CR^3 ; Z^4 is N or CR^4 ; Z^5 is N or CR^5 ; and Z^6 is N or CR^6 , wherein each occurrence of R^2 , R^3 , R^4 , R^5 or R^6 is independently R^U or $(V)_pR^V$, provided that a) no more than three of Z^2 , Z^3 , Z^4 , Z^5 or Z^6 is N, and b) at least one of Z^3 , Z^4 or Z^5 is CR^3 , CR^4 , or CR^5 , respectively, and at least one of R^3 , R^4 , or R^5 is R^U ,

each occurrence of R^U is $NRCOR^7$, $CONR(R^7)$, $SO_2NR(R^7)$, $NRSO_2R^7$, $NRCONR(R^7)$, $NRSO_2NR(R^7)$, or $CONRNR(R^7)$, wherein R^7 is $(CH_2)_t-Y-R^8$, and t is 0, 1, or 2, Y is a bond or is O, S, NR^9 , $-OCH_2-$, $-SCH_2-$, $-NR^9CH_2$, $O(CH_2)_2-$, $-S(CH_2)_2$, or $-NR^9(CH_2)_2$, and R^8 is Ar^2 , or R^8 and R^9 , taken together with the nitrogen atom, form an optionally substituted 5-8 membered heterocyclyl or heteroaryl ring having 1-3 heteroatoms independently selected from nitrogen, oxygen or sulfur;

each occurrence of V is a bond or a saturated or unsaturated C_{1-6} alkylidene chain, wherein up to two methylene units of the chain are optionally and independently replaced by CO, CO_2 , COCO, CONR, OCONR, NRNR, NRNRCO, NRCO, $NRCO_2$, NRCONR, SO, SO_2 , $NRSO_2$, SO_2NR , $NRSO_2NR$, O, S, or NR;

each occurrence of p is 0 or 1;

each occurrence of R^V is R or Ar^2 ; and

Ar^2 is a 5-7 membered saturated, partially unsaturated, or fully unsaturated monocyclic ring having 0-3 heteroatoms independently selected from nitrogen, oxygen, or sulfur, or an 8-12 membered saturated, partially unsaturated, or fully unsaturated bicyclic ring system

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having 0-5 heteroatoms independently selected from nitrogen, oxygen, or sulfur; wherein Ar^2 is optionally substituted with r independent occurrences of $W-R^W$; wherein r is 0-3, W is a bond or is a C_1-C_6 alkylidene chain wherein up to two non-adjacent methylene units of W are optionally replaced by CO, CO_2 , COCO, CONR, OCONR, NRNR, NRNRCO, NRCO, $NRCO_2$, NRCONR, SO, SO_2 , $NRSO_2$, SO_2NR , $NRSO_2NR$, O, S, or NR; and each occurrence of R^W is independently selected from R' , halogen, NO_2 , CN, OR' , SR' , $N(R')_2$, $NR'COR'$, $NR'CON(R')_2$, $NR'CO_2R'$, COR' , CO_2R' , $OCOR'$, $CON(R')_2$, $OCON(R')_2$, SOR' , SO_2R' , $SO_2N(R')_2$, $NR'SO_2R'$, $NR'SO_2N(R')_2$, $COCOR'$, or $COCH_2COR'$;

provided that:

- a) when Z^7 is CH and ring B is phenyl and at least one of R^3 or R^4 is $NHCOR^7$, then R^1 is not phenyl only substituted with two or three occurrences of OR' ; and
- b) when Z^7 is CH and ring B is phenyl and at least one of R^3 or R^4 is $NHCOR^7$, SO_2R^7 , $CONRR^7$, then R^1 is not phenyl only substituted with one occurrence of $-CON(R')_2$ in the para position.

2-4. (Canceled)

5. (Previously presented) The compound of claim 1, wherein R^1 is an optionally substituted phenyl, cyclohexyl, or pyridyl group.

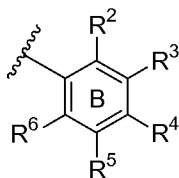
6. (Original) The compound of claim 1, wherein R^1 is optionally substituted phenyl.

7. (Original) The compound of claim 1, wherein q is 0, 1, 2, or 3 and each independent occurrence of ZR^Z is $C_{1-4}alkyl$, $N(R')_2$, OR' , SR' , $CON(R')_2$, $NR'COR'$, $NR'SO_2R'$, or $SO_2N(R')_2$.

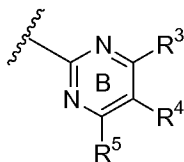
8. (Original) The compound of claim 1, wherein q is 1 and ZR^Z is $-NH_2$, $-OH$, $C_{1-4}alkoxy$, or $-S(O)_2NH_2$.

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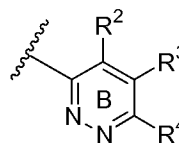
9. (Original) The compound of claim 1, wherein q is 1, and ZR^Z is in the meta position and ZR^Z is $-NH_2$, $-OH$, C_{1-4} alkoxy, or $-S(O)_2NH_2$.
10. (Original) The compound of claim 1, wherein $(T)_mR^X$ and $(U)_nR^Y$ are hydrogen, halogen, NO_2 , CN , OR , SR or $N(R)_2$, or C_{1-4} aliphatic optionally substituted with oxo, OR , SR , $N(R)_2$, halogen, NO_2 or CN .
11. (Original) The compound of claim 1, wherein $(T)_mR^X$ and $(U)_nR^Y$ are each independently hydrogen, Me, OH, OMe or $N(R)_2$.
12. (Original) The compound of claim 1, wherein $(T)_mR^X$ and $(U)_nR^Y$ are each hydrogen.
13. (Original) The compound of claim 1, wherein ring B is one of rings **i-iv**:



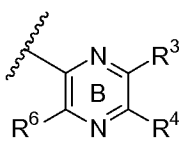
i



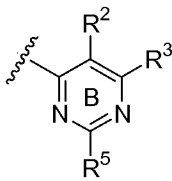
ii



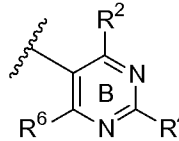
iii



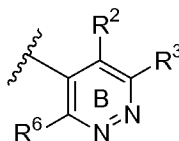
iv



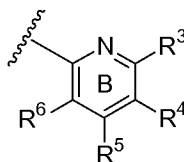
v



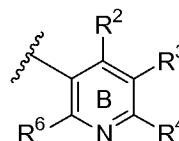
vi



vii

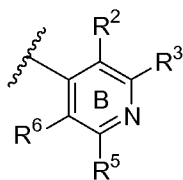


viii

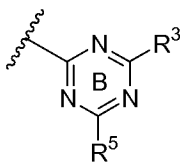


ix

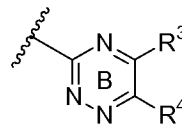
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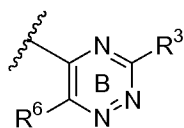
x



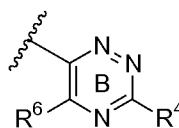
xi



xii



xiii



xiv

14. (Original) The compound of claim 1, wherein t is 0, Y is a bond, and R⁸ is an optionally substituted aryl or heteroaryl moiety.

15. (Original) The compound of claim 1, wherein t is 0, Y is a bond, and R⁸ is an optionally substituted heteroaryl moiety.

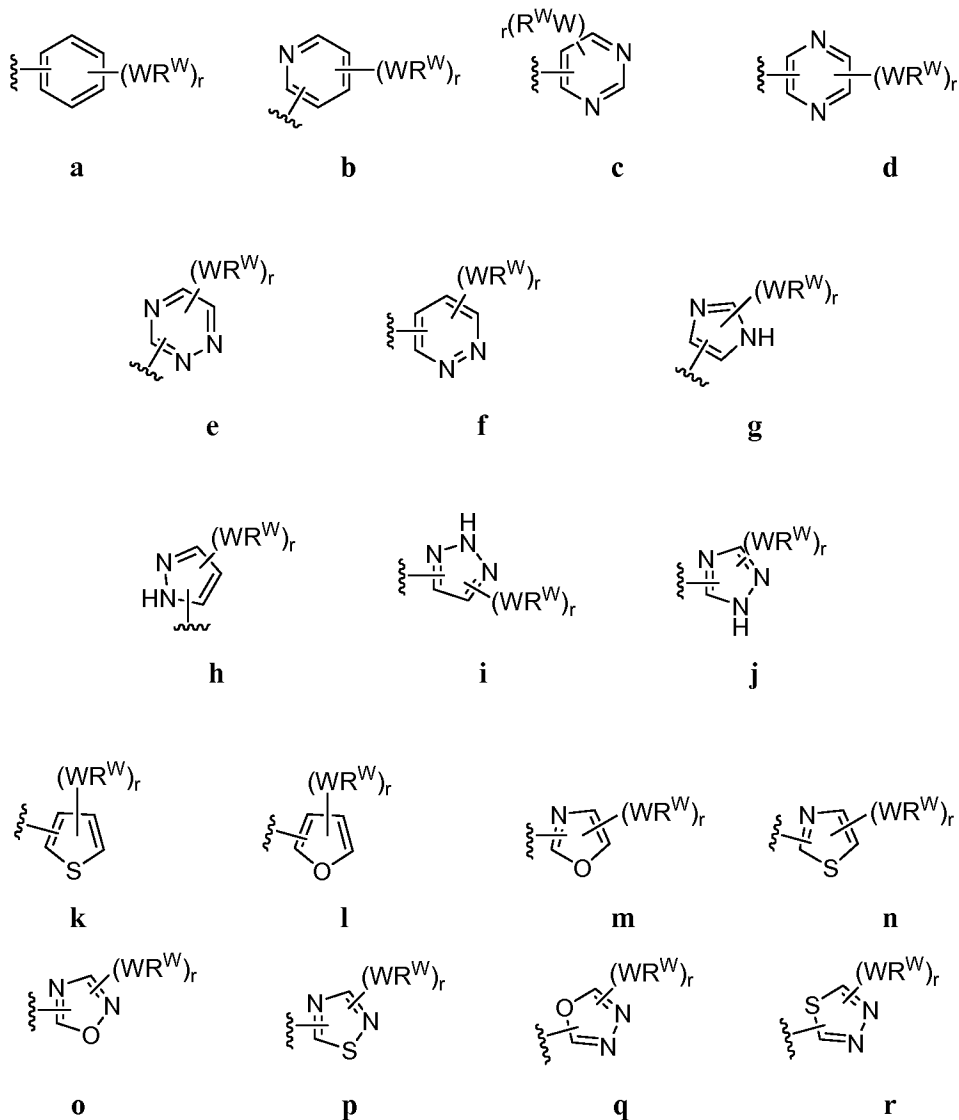
16. (Original) The compound of claim 1, wherein R⁷ is -CH₂-Y-R⁸, and Y is NR⁹, O or S, and R⁸ is an optionally substituted aryl or heteroaryl moiety.

17. (Original) The compound of claim 1, wherein R⁷ is -CH₂-Y-R⁸, and Y is NR⁹, O or S, and R⁸ is an optionally substituted aryl moiety.

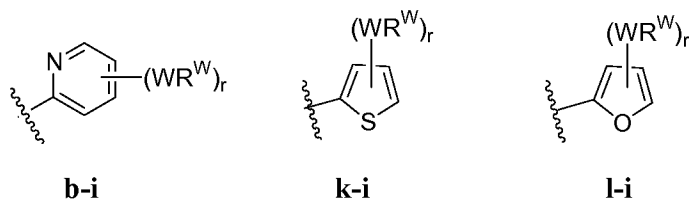
18. (Original) The compound of claim 1, wherein t is 0 or 1, Y is NR⁹, and R⁸ and R⁹, taken together with the nitrogen atom, form a 5-8 membered heterocyclyl or heteroaryl ring having 1-3 heteroatoms independently selected from nitrogen, oxygen or sulfur.

19. (Original) The compound of claim 1, wherein R⁸ is a 5- or 6-membered aryl or heteroaryl group having one of the formulae:

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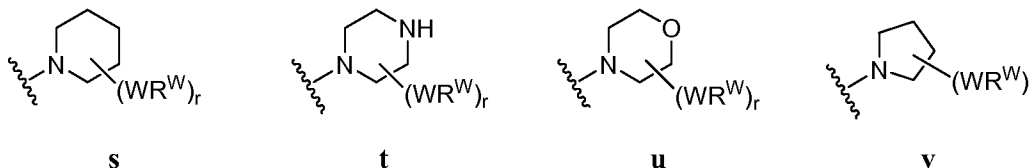


20. (Original) The compound of claim 1, wherein R^8 is a 5- or 6-membered heteroaryl group having one of the formulae:



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21. (Original) The compound of claim 1, wherein R^8 and R^9 , taken together, form a group having one of the formulae:



22. (Original) The compound of claim 1, wherein r is 0 or 1.

23. (Original) The compound of claim 19, 20, or 21, wherein r is 1, 2, or 3, and each occurrence of halogen, C_{1-4} alkyl, $-(R)_2$, $-OR$, $-SR$, $-SO_2N(R)_2$, $-N(R)SO_2R$, $-N(R)COR$, $-N(R)_2$, $-CH_2OR$, $-CH_2N(R)_2$, or $-CH_2SR$.

24. (Original) The compound of claim 19, 20, or 21, wherein t is 0, Y is a bond, and R^8 is an optionally substituted heteroaryl moiety selected from one of groups **b** through **r**.

25. (Original) The compound of claim 24, wherein R^8 is an optionally substituted heteroaryl group **b-i**, **k-i**, or **l-i**.

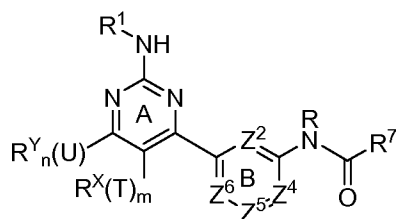
26. (Original) The compound of claim 1, wherein t is 1, Y is O, S or NR^9 , and R^8 is optionally substituted phenyl.

27. (Original) The compound of claim 1, wherein t is 0 or 1, Y is NR^9 , and R^8 and R^9 , taken together form an optionally substituted group selected from **s**, **u** or **v**.

28. (Previously presented) The compound of claim 1, wherein Z^3 or Z^5 is CR^3 or CR^5 , respectively, and R^3 or R^5 is $NRC(O)R^7$, wherein R^7 is $(CH_2)_t-Y-R^8$, wherein t is 0, 1 or 2, wherein Y is a bond or is O, S, NR^9 , $-OCH_2-$, $-SCH_2-$, $-NR^9CH_2$, $O(CH_2)_2-$, $-S(CH_2)_2$, or $-NR^9(CH_2)_2$, and wherein R^8 is Ar^2 , or R^8 and R^9 , taken together with the nitrogen atom, form

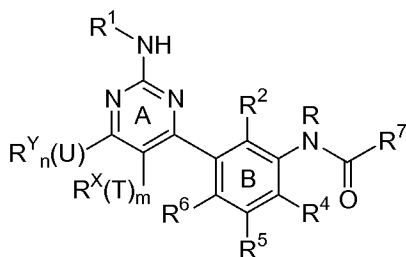
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a 5-8 membered heterocyclyl or heteroaryl ring having 1-3 heteroatoms independently selected from nitrogen, oxygen or sulfur, and compounds have the formula **II-A**:

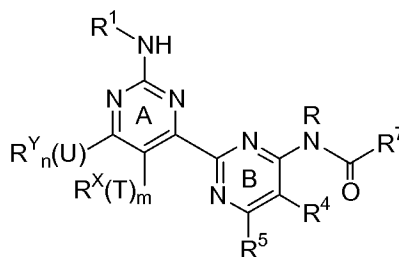


II-A

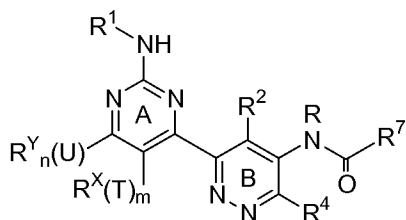
29. (Previously presented) The compound of claim 28, wherein ring B is selected from **i**, **ii**, **iii**, **iv**, **v**, **vii**, **viii**, **ix**, **x**, **xi**, **xii**, or **xiii** and compounds have one of formulas **II-A-i**, **II-A-ii**, **II-A-iii**, **II-A-iv**, **II-A-v**, **II-A-vii**, **II-A-viii**, **II-A-ix**, **II-A-x**, **II-A-xi**, **II-A-xii**, or **II-A-xiii**:



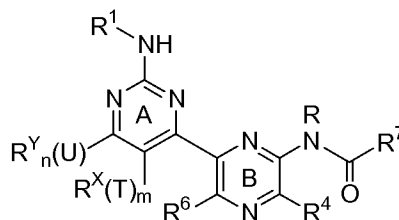
II-A-i



II-A-ii

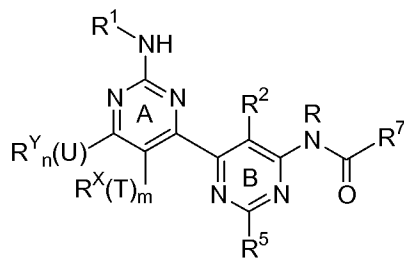


II-A-iii

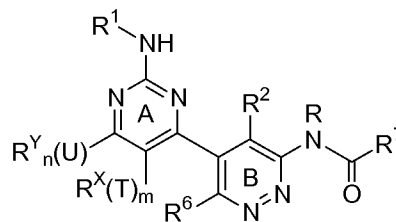


II-A-iv

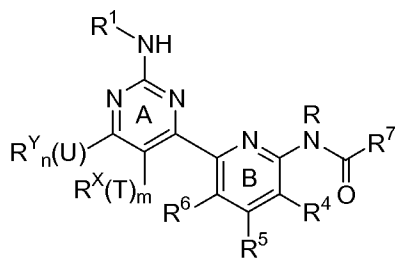
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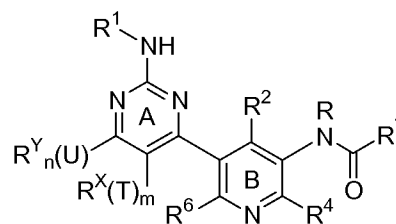
II-A-v



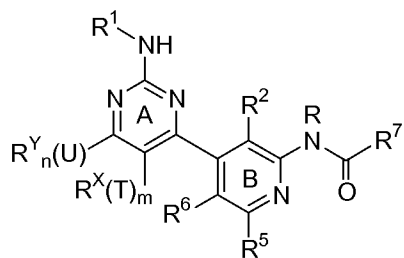
II-A-vii



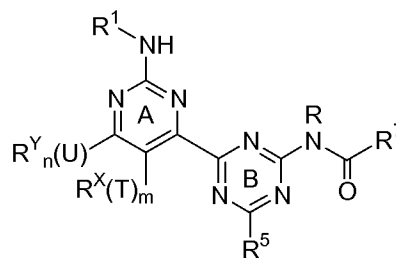
II-A-viii



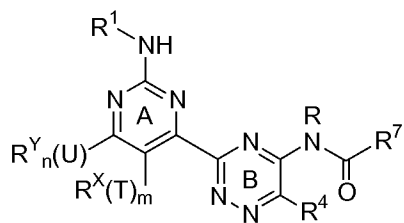
II-A-ix



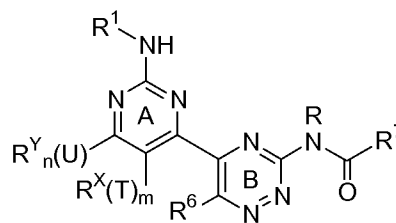
II-A-x



II-A-xi



II-A-xii

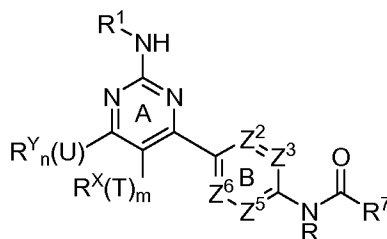


II-A-xiii

30. (Canceled)

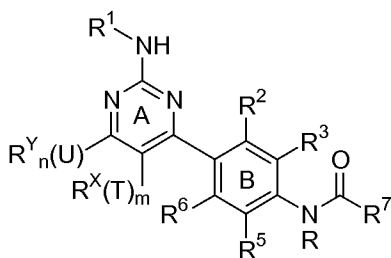
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31. (Previously presented) The compound of claim 1, wherein Z^4 is CR^4 , and R^4 is $NRC(O)R^7$, wherein R^7 is $(CH_2)_t-Y-R^8$, wherein t is 0, 1 or 2, wherein Y is a bond or is O, S, NR^9 , $-OCH_2-$, $-SCH_2-$, $-NR^9CH_2$, $O(CH_2)_2-$, $-S(CH_2)_2$, or $-NR^9(CH_2)_2$, and wherein R^8 is Ar^2 , or R^8 and R^9 , taken together with the nitrogen atom, form a 5-8 membered heterocyclyl or heteroaryl ring having 1-3 heteroatoms independently selected from nitrogen, oxygen or sulfur, and compounds have formula **II-B**:

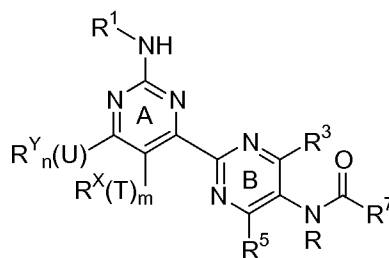


II-B

32. (Previously presented) The compound of claim 31, wherein ring B is selected from **i**, **ii**, **iii**, **iv**, **vi**, **viii**, **ix**, **xii**, or **xiv** and compounds have one of formulas **II-B-i**, **II-B-ii**, **II-B-iii**, **II-B-iv**, **II-B-vi**, **II-B-viii**, **II-B-ix**, **II-B-xii**, or **II-B-xiv**:

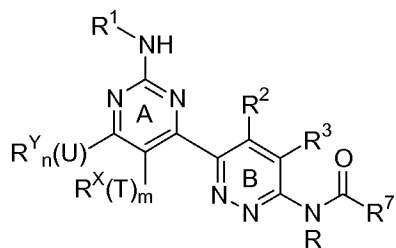


II-B-i

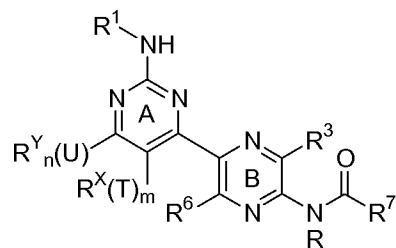


II-B-ii

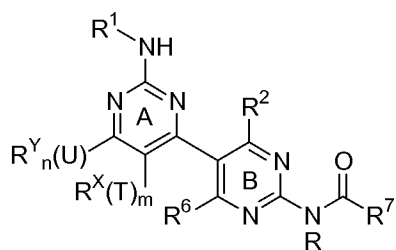
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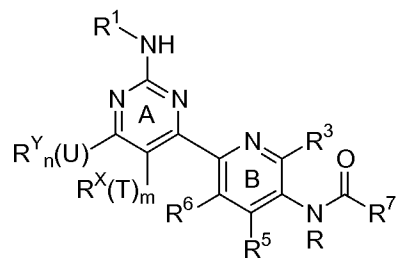
II-B-iii



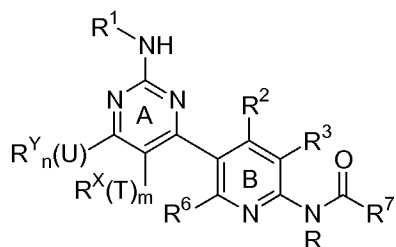
II-B-iv



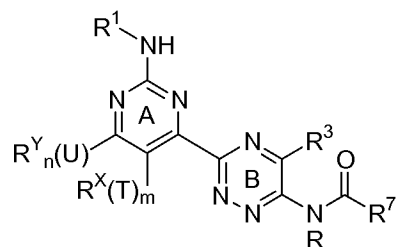
II-B-vi



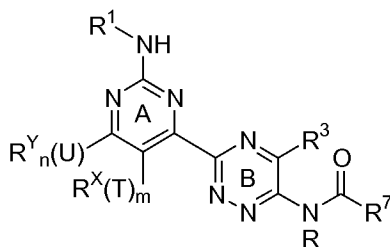
II-B-viii



II-B-ix



II-B-xii

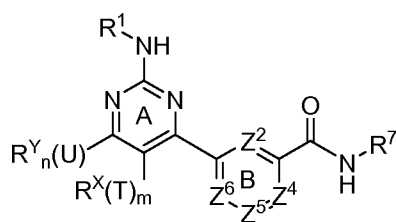


II-B-xiv

33. (Canceled)

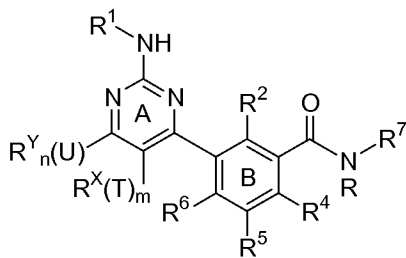
Applicants: Mark Ledebner et al.
 Application No.: 10/700,333

34. (Previously presented) The compound of claim 1, wherein Z^3 or Z^5 is CR^3 or CR^5 , respectively, and R^3 or R^5 is $C(O)N(R)(R^7)$, wherein R^7 is $(CH_2)_t-Y-R^8$, wherein t is 0, 1 or 2, wherein Y is a bond or is O, S, NR^9 , $-OCH_2-$, $-SCH_2-$, $-NR^9CH_2$, $O(CH_2)_2-$, $-S(CH_2)_2$, or $-NR^9(CH_2)_2$, and wherein R^8 is Ar^2 , or R^8 and R^9 , taken together with the nitrogen atom, form a 5-8 membered heterocyclyl or heteroaryl ring having 1-3 heteroatoms independently selected from nitrogen, oxygen or sulfur and compounds have formula **II-C**:

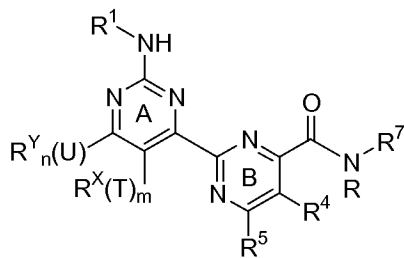


II-C

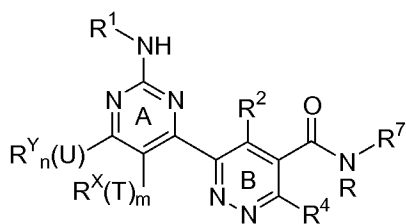
35. (Previously presented) The compound of claim 34, wherein ring B is selected from **i**, **ii**, **iii**, **iv**, **v**, **vii**, **viii**, **ix**, **x**, **xi**, **xii**, or **xiii** and compounds have one of formulas **II-C-i**, **II-C-ii**, **II-C-iii**, **II-C-iv**, **II-C-v**, **II-C-vii**, **II-C-viii**, **II-C-ix**, **II-C-x**, **II-C-xi**, **II-C-xii**, or **II-C-xiii**:



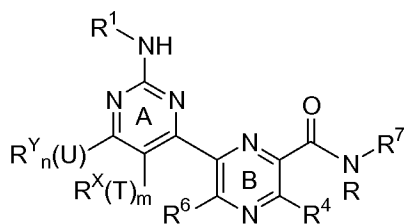
II-C-i



II-C-ii

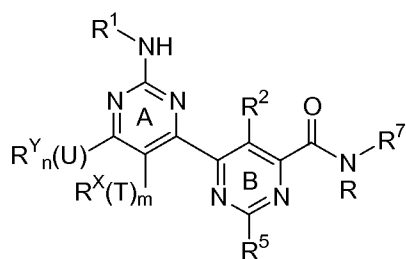


II-C-iii

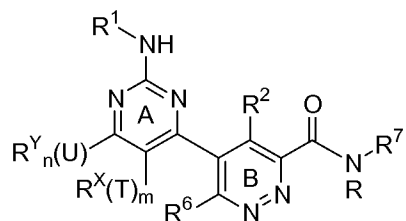


II-C-iv

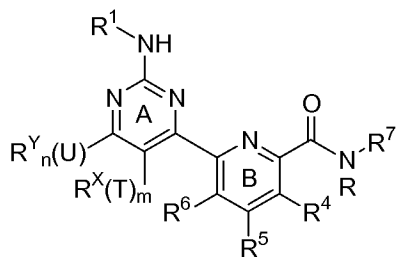
Applicants: Mark Ledebøer et al.
 Application No.: 10/700,333



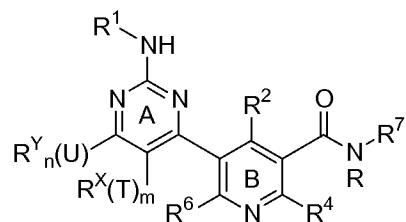
II-C-v



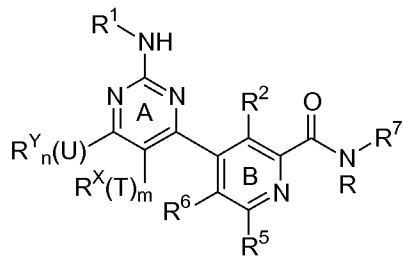
II-C-vii



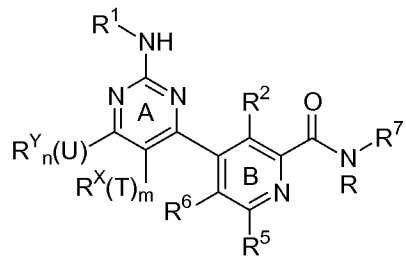
II-C-viii



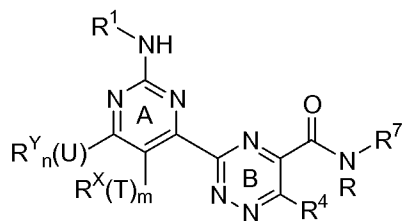
II-C-ix



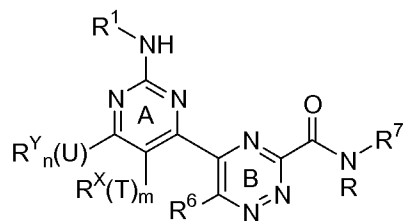
II-C-x



II-C-xi



II-C-xii

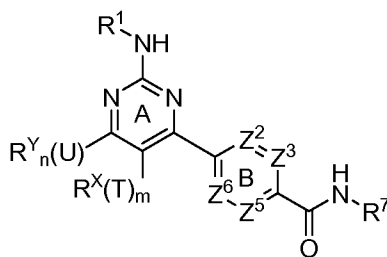


II-C-xiii

Applicants: Mark Ledebner et al.
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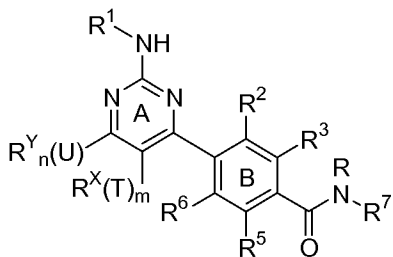
36. (Canceled)

37. (Previously presented) The compound of claim 1, wherein Z^4 is CR^4 , and R^4 is $C(O)N(R)(R^7)$, wherein R^7 is $(CH_2)_t-Y-R^8$, wherein t is 0, 1 or 2, wherein Y is a bond or is O, S, NR^9 , $-OCH_2-$, $-SCH_2-$, $-NR^9CH_2-$, $O(CH_2)_2-$, $-S(CH_2)_2-$, or $-NR^9(CH_2)_2-$, and wherein R^8 is Ar^2 , or R^8 and R^9 , taken together with the nitrogen atom, form a 5-8 membered heterocyclyl or heteroaryl ring having 1-3 heteroatoms independently selected from nitrogen, oxygen or sulfur and compounds have formula **II-D**:

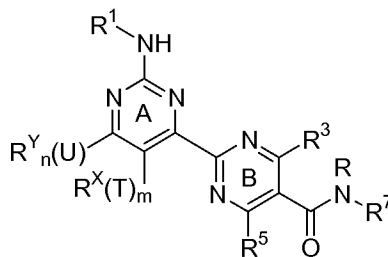


II-D

38. (Previously presented) The compound of claim 37, wherein ring B is selected from **i**, **ii**, **iii**, **iv**, **vi**, **viii**, **ix**, **xii**, or **xiv** and compounds have one of formulas **II-D-i**, **II-D-ii**, **II-D-iii**, **II-D-iv**, **II-D-vi**, **II-D-viii**, **II-D-ix**, **II-D-xii**, or **II-D-xiv**:

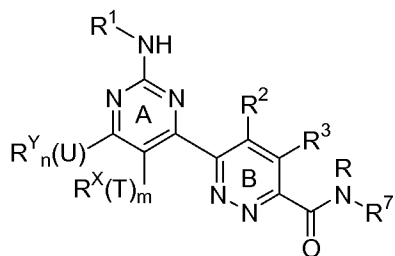


II-D-i

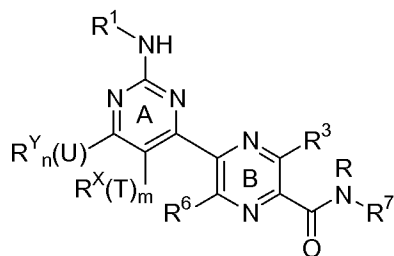


II-D-ii

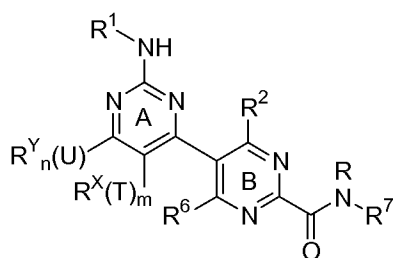
Applicants: Mark Ledeboer et al.
Application No.: 10/700,333



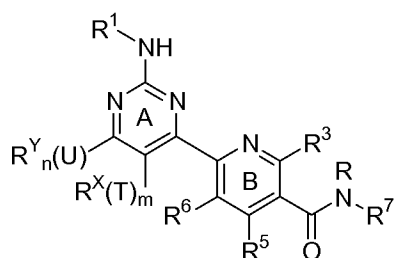
II-D-iii



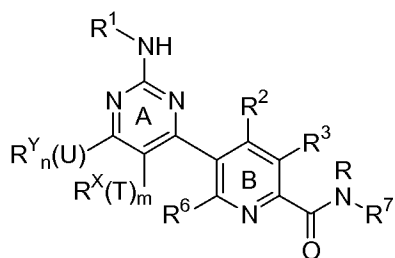
II-D-iv



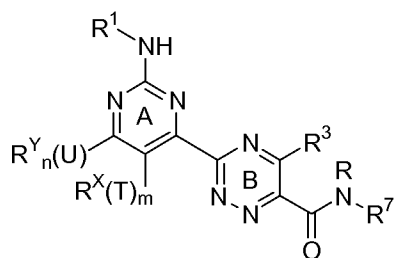
II-D-vi



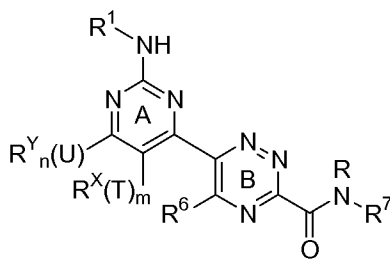
II-D-viii



II-D-ix



II-D-xii

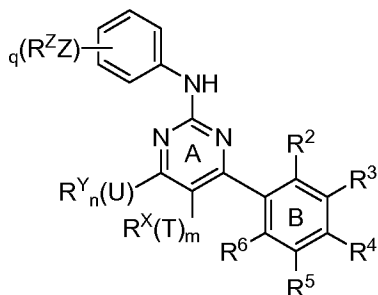


II-D-xiv

Applicants: Mark Ledebøer et al.
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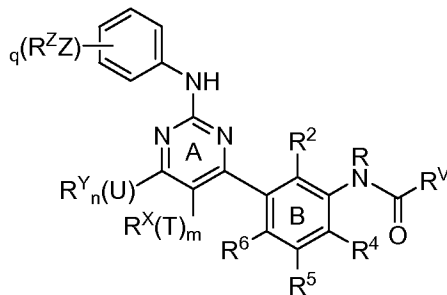
39. (Canceled)

40. (Previously presented) The compound of claim 1, where R^1 is optionally substituted phenyl and ring B is an optionally substituted phenyl group and compounds have the general formula **IV**:



IV

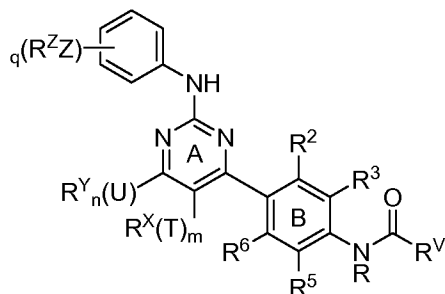
41. (Previously presented) The compound of claim 40, wherein, R^3 is $NRCOR^7$ and compounds have the general formula **IV-A-(i)**:



IV-A-(i)

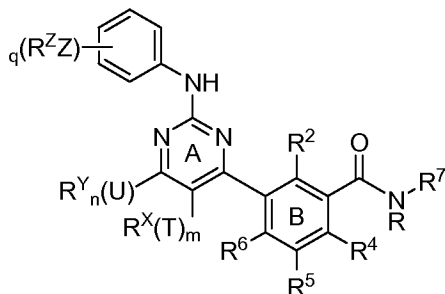
42. (Previously presented) The compound of claim 40, wherein R^4 is $NRCOR^7$ and compounds have the general formula **IV-B-(i)**:

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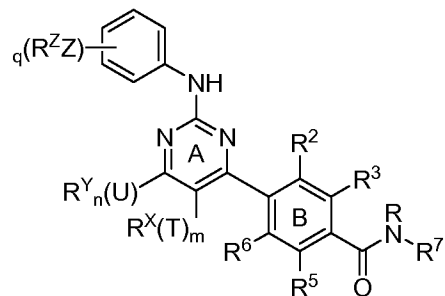
IV-B-(i)

43. (Previously presented) The compound of claim 40, wherein R^3 is $CONRR^7$ and compounds have the general formula **IV-C-(i)**:



IV-C-(i)

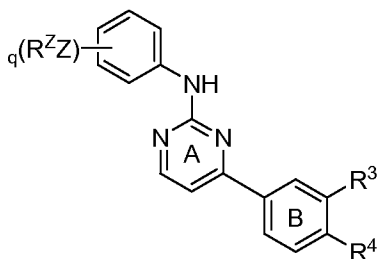
44. (Previously presented) The compound of claim 40, wherein R^4 is $CONRR^7$ and compounds have the general formula **IV-D-(i)**:



IV-D-(i)

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45. (Previously presented) The compound of claim 40, wherein R^1 is optionally substituted phenyl, ring A is pyrimidinyl, ring B is phenyl, and R^2 , R^5 , and R^6 are each hydrogen, and compounds have the general formula **VI**:



VI

46. (Previously presented) The compound of claim 40 or 45, wherein
- (a) q is 0 or 1 and ZR^Z is $-NH_2$, $-OH$, C_{1-4} alkoxy, or $-SO_2NH_2$;
 - (b) R^3 is $NRCOR^7$, wherein R^7 is $(CH_2)_t-Y-R^8$, and t is 0, Y is a bond, and R^8 is phenyl (a), or is an optionally substituted heteroaryl moiety selected from one of groups **b** through **r**, and wherein r is 0 or 1, and WR^W substituents are halogen, C_{1-4} alkyl, $-(R)_2$, $-OR$, $-SR$, $-SO_2N(R)_2$, $-N(R)SO_2R$, $-N(R)COR$, $-N(R)_2$, $-CH_2OR$, $-CH_2N(R)_2$, or $-CH_2SR$; and
 - (c) R^4 is hydrogen.
47. (Previously presented) The compound of claim 40 or 45, wherein:
- (a) q is 0 or 1 and ZR^Z is $-NH_2$, $-OH$, C_{1-4} alkoxy, or $-SO_2NH_2$;
 - (b) R^3 is $CONRR^7$, wherein R^7 is $(CH_2)_t-Y-R^8$, and t is 0, Y is a bond, and R^8 is phenyl (a) or is an optionally substituted heteroaryl moiety selected from one of groups **b** through **r**, and wherein r is 0 or 1, and WR^W substituents are halogen, C_{1-4} alkyl, $-(R)_2$, $-OR$, $-SR$, $-SO_2N(R)_2$, $-N(R)SO_2R$, $-N(R)COR$, $-N(R)_2$, $-CH_2OR$, $-CH_2N(R)_2$, or $-CH_2SR$; and
 - (c) R^4 is hydrogen.

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48. (Previously presented) The compound of claim 40 or 45, wherein:
- (a) q is 0 or 1 and ZR^Z is $-NH_2$, $-OH$, C_{1-4} alkoxy, or $-S(O)_2NH_2$;
 - (b) R^4 is $NRCOR^7$, wherein R^7 is $(CH_2)_t-Y-R^8$, and t is 0, Y is a bond, and R^8 is phenyl (a) or an optionally substituted heteroaryl moiety selected from one of groups **b** through **z**, and wherein r is 0 or 1, and WR^W substituents are halogen, C_{1-4} alkyl, $-(R)_2$, $-OR$, $-SR$, $-SO_2N(R)_2$, $-N(R)SO_2R$, $-N(R)COR$, $-N(R)_2$, $-CH_2OR$, $-CH_2N(R)_2$, or $-CH_2SR$; and
 - (c) R^3 is hydrogen.
49. (Previously presented) The compound of claim 40 or 45, wherein:
- (a) q is 0 or 1 and ZR^Z is $-NH_2$, $-OH$, C_{1-4} alkoxy, or $-S(O)_2NH_2$;
 - (b) R^4 is $CONRR^7$, wherein R^7 is $(CH_2)_t-Y-R^8$, and t is 0, Y is a bond, and R^8 is phenyl (a) or an optionally substituted heteroaryl moiety selected from one of groups **b** through **z**, and wherein r is 0 or 1, and WR^W substituents are halogen, C_{1-4} alkyl, $-(R)_2$, $-OR$, $-SR$, $-SO_2N(R)_2$, $-N(R)SO_2R$, $-N(R)COR$, $-N(R)_2$, $-CH_2OR$, $-CH_2N(R)_2$, or $-CH_2SR$; and
 - (c) R^3 is hydrogen.
50. (Previously presented) The compound of claim 40 or 45, wherein:
- (a) q is 0 or 1 and ZR^Z is $-NH_2$, $-OH$, C_{1-4} alkoxy, or $-S(O)_2NH_2$;
 - (b) R^3 is $NRCOR^7$, wherein R^7 is $(CH_2)_t-Y-R^8$, and t is 0 or 1, Y is NR^9 , and R^8 and R^9 , taken together with the nitrogen atom, form a group selected from **s**, **t**, **u**, or **v**, and wherein r is 0 or 1, and WR^W substituents are halogen, C_{1-4} alkyl, $-(R)_2$, $-OR$, $-SR$, $-SO_2N(R)_2$, $-N(R)SO_2R$, $-N(R)COR$, $-N(R)_2$, $-CH_2OR$, $-CH_2N(R)_2$, or $-CH_2SR$; and
 - (c) R^4 is hydrogen.
51. (Previously presented) The compound of claim 40 or 45, wherein:
- (a) q is 0 or 1 and ZR^Z is $-NH_2$, $-OH$, C_{1-4} alkoxy, or $-S(O)_2NH_2$;

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- (b) R^3 is CONRR^7 , wherein R^7 is $(\text{CH}_2)_t\text{-Y-R}^8$, and t is 0 or 1, Y is NR^9 , and R^8 and R^9 , taken together with the nitrogen atom, form a group selected from **s**, **t**, **u**, or **v**, and wherein r is 0 or 1, and WR^w substituents are halogen, C_{1-4} alkyl, $-(\text{R})_2$, $-\text{OR}$, $-\text{SR}$, $-\text{SO}_2\text{N}(\text{R})_2$, $-\text{N}(\text{R})\text{SO}_2\text{R}$, $-\text{N}(\text{R})\text{COR}$, $-\text{N}(\text{R})_2$, $-\text{CH}_2\text{OR}$, $-\text{CH}_2\text{N}(\text{R})_2$, or $-\text{CH}_2\text{SR}$; and
- (c) R^4 is hydrogen.

52. (Previously presented) The compound of claim 40 or 45, wherein:

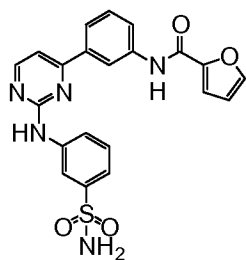
- (a) q is 0 or 1 and ZR^Z is $-\text{NH}_2$, $-\text{OH}$, C_{1-4} alkoxy, or $-\text{S}(\text{O})_2\text{NH}_2$;
- (b) R^4 is NRCOR^7 , wherein R^7 is $(\text{CH}_2)_t\text{-Y-R}^8$, and t is 0 or 1, Y is NR^9 , and R^8 and R^9 , taken together with the nitrogen atom, form a group selected from **s**, **t**, **u**, or **v**, and wherein r is 0 or 1, and WR^w substituents include halogen, C_{1-4} alkyl, NH_2 , OH , SH , SO_2NH_2 , C_{1-4} alkoxy, C_{1-4} thioalkyl, CH_2OR , $\text{CH}_2\text{N}(\text{R})_2$, or CH_2SR ; and
- (c) R^3 is hydrogen.

53. (Previously presented) The compound of claim 40 or 45, wherein:

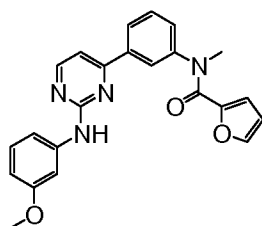
- (a) q is 0 or 1 and ZR^Z is $-\text{NH}_2$, $-\text{OH}$, C_{1-4} alkoxy, or $-\text{S}(\text{O})_2\text{NH}_2$;
- (b) R^4 is CONRR^7 , wherein R^7 is $(\text{CH}_2)_t\text{-Y-R}^8$, and t is 0 or 1, Y is NR^9 , and R^8 and R^9 , taken together with the nitrogen atom, form a group selected from **s**, **t**, **u**, or **v**, and wherein r is 0 or 1, and WR^w substituents are halogen, C_{1-4} alkyl, $-(\text{R})_2$, $-\text{OR}$, $-\text{SR}$, $-\text{SO}_2\text{N}(\text{R})_2$, $-\text{N}(\text{R})\text{SO}_2\text{R}$, $-\text{N}(\text{R})\text{COR}$, $-\text{N}(\text{R})_2$, $-\text{CH}_2\text{OR}$, $-\text{CH}_2\text{N}(\text{R})_2$, or $-\text{CH}_2\text{SR}$; and
- (c) R^3 is hydrogen.

54. (Previously presented) The compound of claim 1, having one of the following structures:

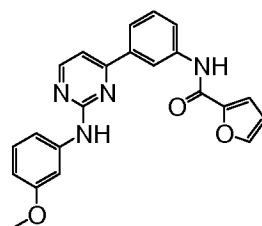
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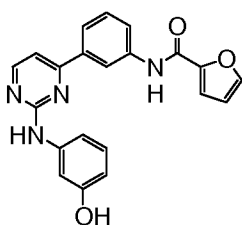
IV-A(i)-1



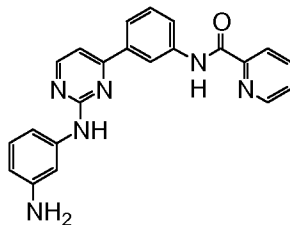
IV-A(i)-2



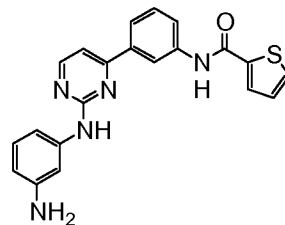
IV-A(i)-3



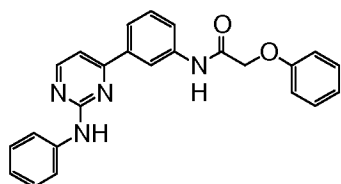
IV-A(i)-4



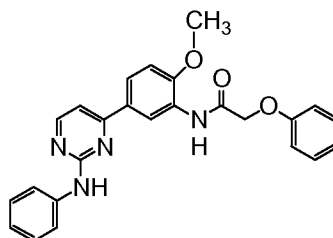
IV-A(i)-5



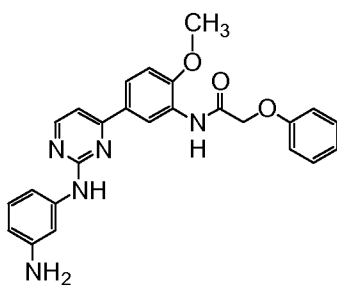
IV-A(i)-6



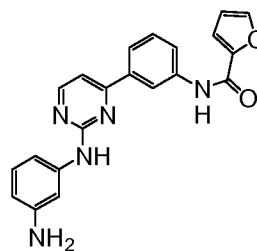
IV-A(i)-7



IV-A(i)-8

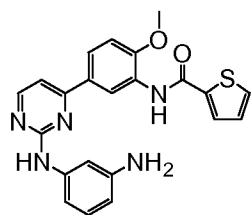


IV-A(i)-9

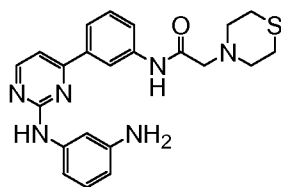


IV-A(i)-10

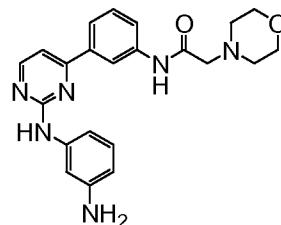
Applicants: Mark Ledebøer et al.
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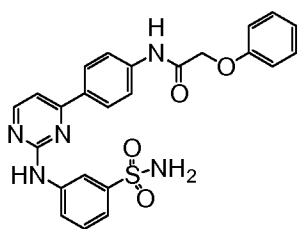
IV-A(i)-11



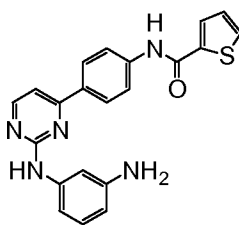
IV-A(i)-12



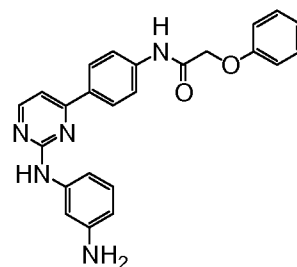
IV-A(i)-13



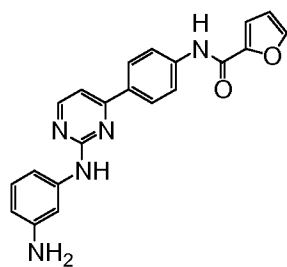
IV-B(i)-1



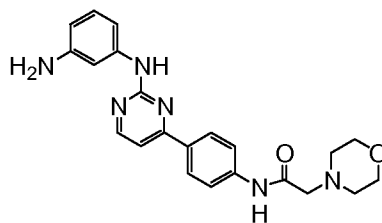
IV-B(i)-2



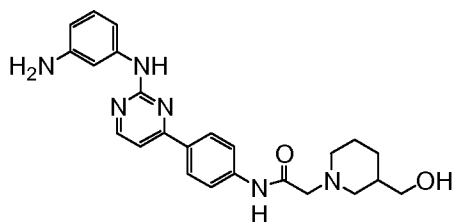
IV-B(i)-3



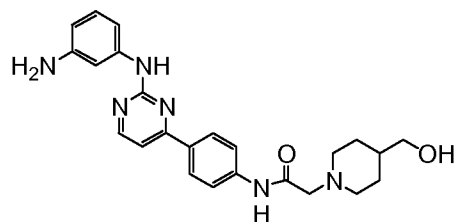
IV-B(i)-4



IV-B(i)-5

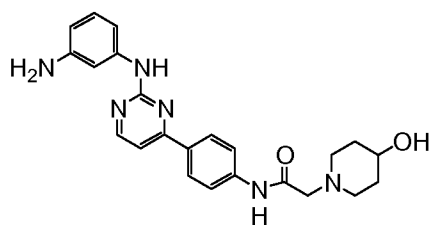


IV-B(i)-6

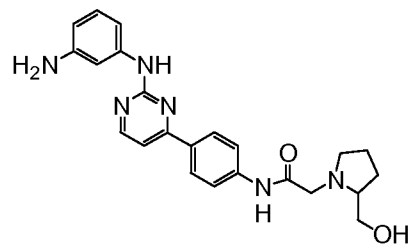


IV-B(i)-7

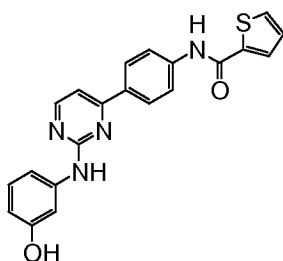
Applicants: Mark Ledebøer et al.
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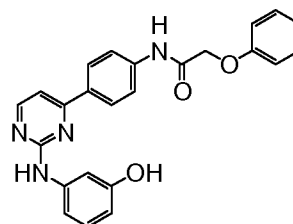
IV-B(i)-8



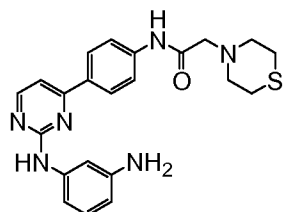
IV-B(i)-9



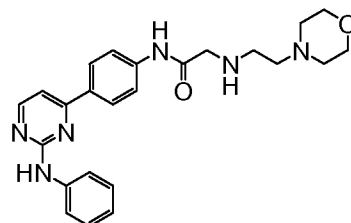
IV-B(i)-10



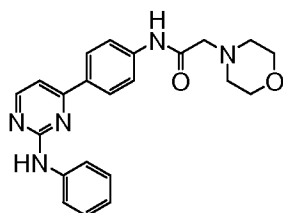
IV-B(i)-11



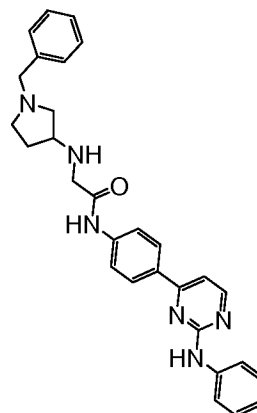
IV-B(i)-12



IV-B(i)-13

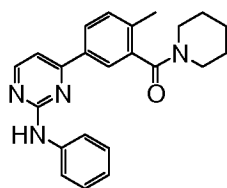


IV-B(i)-14

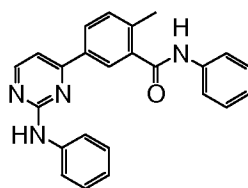


IV-B(i)-15

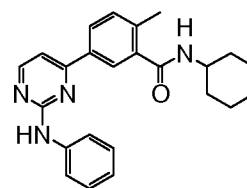
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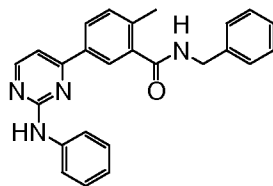
IV-C(i)-1



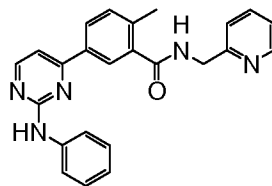
IV-C(i)-2



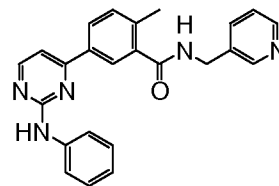
IV-C(i)-3



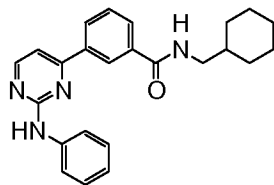
IV-C(i)-4



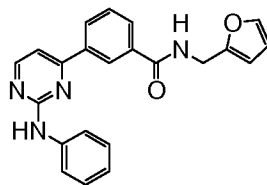
IV-C(i)-5



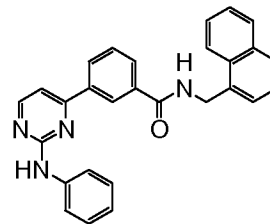
IV-C(i)-6



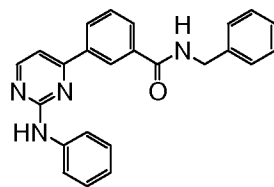
IV-C(i)-7



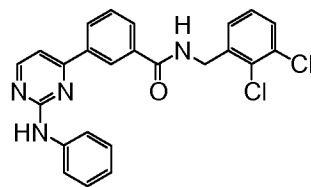
IV-C(i)-8



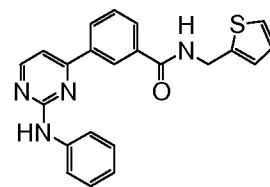
IV-C(i)-9



IV-C(i)-10

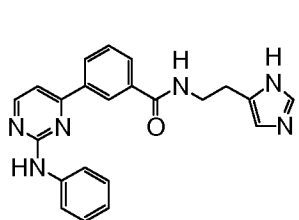


IV-C(i)-11

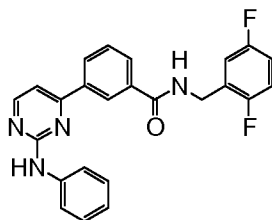


IV-C(i)-12

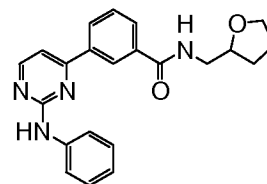
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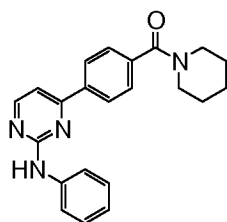
IV-C(i)-13



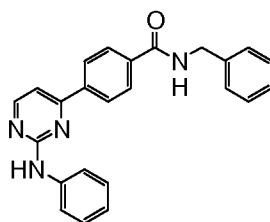
IV-C(i)-14



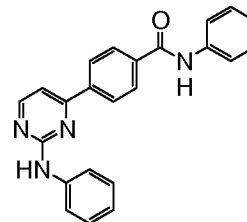
IV-C(i)-15



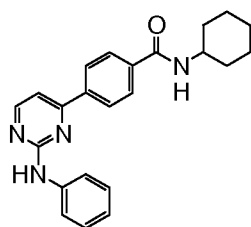
IV-D(i)-1



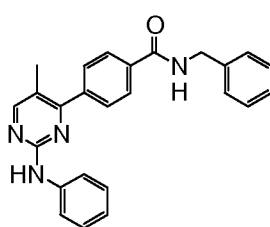
IV-D(i)-2



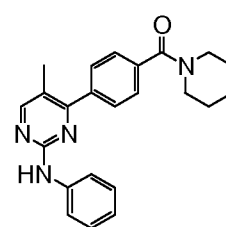
IV-D(i)-3



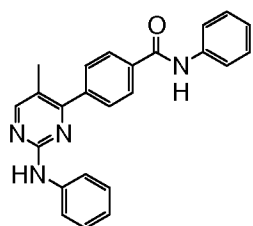
IV-D(i)-4



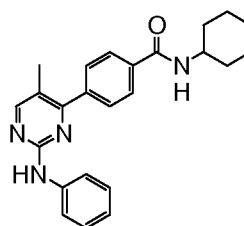
IV-D(i)-5



IV-D(i)-6



IV-D(i)-7



IV-D(i)-8

55. (Original) A pharmaceutical composition comprising a compound according to claim 1, and a pharmaceutically acceptable carrier, adjuvant, or vehicle.

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56. (Previously presented) The composition of claim 55, further comprising an additional therapeutic agent selected from a treatment for Alzheimer's Disease, a treatment for asthma, an anti-inflammatory agent or an immunomodulatory or immunosuppressive agent.

57. (Canceled)

58. (Previously presented) A method of treating or lessening the severity of a disease or disorder selected from rheumatoid arthritis, allergic or type I hypersensitivity reaction, asthma, familial amyotrophic lateral sclerosis (FALS) or transplant rejection, comprising administering to a patient in need thereof a compound of claim 1 or a composition of claim 55.

59. (Canceled)